

WILLKIE FARR & GALLAGHER LLP  
787 Seventh Avenue  
New York, New York 10019-6099  
(212) 728-8000

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	
	)	Chapter 11
Lehman Brothers Holdings Inc., <u>et al.</u> ,	)	
	)	Case No. 08-13555 (JMP)
Debtors. <sup>1</sup>	)	(Jointly Administered)
	)	

**THIRD AMENDED VERIFIED STATEMENT OF  
WILLKIE FARR & GALLAGHER LLP PURSUANT TO BANKRUPTCY RULE 2019**

Marc Abrams, Esq. on behalf of Willkie Farr & Gallagher LLP (“WF&G”), as attorneys for the entities listed on Exhibit A hereto (collectively, the “Entities”), in connection with the above-captioned chapter 11 cases of Lehman Brothers Holdings, Inc. and its related debtors (collectively, the “Debtors”), makes the following statement pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure:

1. WF&G is counsel to the Entities in the above-captioned cases. The address for WF&G for purposes of this statement is 787 Seventh Avenue, New York, NY 10019.
2. The mailing address for each of the Entities is listed on Exhibit A hereto.

<sup>1</sup>

As of the date of the filing of this Third Amended Verified Statement, the Debtors in these cases are: (i) Lehman Brothers Holdings Inc.; (ii) Lehman Brothers Derivative Products Inc.; (iii) Lehman Commercial Paper Inc.; (iv) Lehman Brothers Commercial Corporation; (v) Lehman Brothers Financial Products Inc.; (vi) Fundo de Investimento Multimercado Credito Privado; (vii) Lehman Scottish Finance L.P.; (viii) CES Aviation LLC; (ix) CES Aviation V LLC; (x). CES Aviation IX LLC; (xi) East Dover Limited; (xii) Lehman Brothers Commodity Services Inc.; (xiii) Lehman Brothers Finance SA; (xiv) Lehman Brothers Special Financing Inc.; (xv) Lehman Brothers OTC Derivatives Inc.; (xvi) PAMI Statler Arms LLC; and (xvii) LB 745 LLC.

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3. Each of the Entities may hold claims against and/or interests in the Debtors arising out of applicable agreements, law or equity pursuant to their relationship with the Debtors.

4. The following are the facts and circumstances in connection with WF&G's employment in these cases. WF&G represented certain of the Entities prior to the Debtors' chapter 11 cases. Each of the Entities separately requested that WF&G represent them in connection with the Debtors' chapter 11 cases.

5. Upon information and belief, WF&G does not possess any claims against or interests in the Debtors.<sup>2</sup> WF&G is still investigating whether it possesses any claims against any affiliates of the Debtors.

Dated: New York, New York  
October 28, 2008

**WILLKIE FARR & GALLAGHER LLP**

By: /s/ Marc Abrams  
Marc Abrams, Esq.  
Shelley C. Chapman, Esq.

787 Seventh Avenue  
New York, New York 10019  
(212) 728-8000

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<sup>2</sup> Members and associates of WF&G, in their individual capacities, may hold claims and/or equity interests in the Debtors.

**EXHIBIT A**

**LIST OF CLIENTS ADVISED**

AIG Financial Products Corp.  
70 Pine Street, 10th Floor  
New York, NY 10270  
(212) 770-7876

AIG Global Investment Corp.  
70 Pine Street, 10th Floor  
New York, NY 10270  
(212) 770-7876

Bloomberg L.P., Bloomberg Finance LP and their Affiliates  
731 Lexington Avenue  
New York, NY 10022  
(212) 318-2000

Fir Tree Value Master Fund, L.P. and Fir Tree Opportunity Master Fund, L.P.  
505 Fifth Avenue, 23rd Floor  
New York, NY 10017  
(212) 599-0090

Green Tree Servicing LLC and its Affiliates  
345 St. Peter Street  
St. Paul, MN 55102  
(651) 293-3400

IntraLinks, Inc.  
150 East 42<sup>nd</sup> Street  
8<sup>th</sup> Floor  
New York, NY 10017  
(212) 543-7735

Marshall Wace LLP  
The Adelphi, 13th Floor  
1/11 John Adam Street  
London  
England WC2N 6HT  
United Kingdom  
(011) (44) 20 7925 7639

OppenheimerFunds, Inc., Oppenheimer Strategic Income Fund and certain other funds and accounts  
advised or sub-advised by OppenheimerFunds, Inc. and its affiliates  
Two World Financial Center  
225 Liberty Street, 11th Floor  
New York, NY 10281  
(212) 323-0200

Quantum Partners LDC  
Citco Fund Services (Curacao) N.V.  
Kaya Flamboyen 9  
Curacao, Netherlands Antilles  
(599) (9) 732-2401

Royal Charter Properties - East, Inc.  
525 East 68th Street  
New York, NY 10065  
(212) 746-6500